9.40% p.a. Multi Barrier Reverse Convertible on Bayer, Essilor, Sanofi
Continuous Multi Barrier Observation | Callable

Final Fixing Date 16/05/2022; issued in EUR; listed on SIX Swiss Exchange AG
ISIN CH0539863370 | Swiss Security Number 53986337 | SIX Symbol MURLTQ

Investors should read the section “Significant Risks” below as well as the section “Risk Factors” of the relevant Programme. Investing in this product may put Investor’s capital at risk. Investor may lose some or all of its investment. Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding. This Product is a derivative instrument according to Swiss law. It does not qualify as unit of a collective investment scheme pursuant to art. 7 et seqq. of the Swiss Federal Act on Collective Investment Schemes (CISA) and is therefore neither registered nor supervised by the Swiss Financial Market Supervisory Authority FINMA. Investors do not benefit from the specific investor protection provided under the CISA. In addition, investors are subject to the credit risk of the Issuer. Until the Initial Fixing Date, the terms of this Termsheet are indicative and may be adjusted anytime. The issuer is not obliged to issue the product. This document is not a prospectus within the meaning of article 1156 of the Swiss Code of Obligations (CO) or article 40 et seqq. of the FinSA.

I. PRODUCT DESCRIPTION

Product description
This Product offers the Investor a Coupon Rate regardless of the performance of the Underlyings during lifetime whilst combined with a conditional downside protection. If no Barrier Event has occurred, the Investor will receive the Denomination on the Redemption Date. If a Barrier Event has occurred but all Underlyings close above their Initial Fixing Level at the Final Fixing Date, the Investor will still receive on the Redemption Date a Cash Settlement which equals the Denomination. Otherwise the redemption of the Product will depend on the value of the Underlying with the Worst Performance, as described in section “Redemption”.

The Issuer has the right for Early Redemption, as further described in “Early Redemption” below.

UNDERLYING

<table>
<thead>
<tr>
<th>Underlying</th>
<th>Related Exchange</th>
<th>Bloomberg Ticker</th>
<th>Initial Fixing Level (100%)*</th>
<th>Barrier Level (49.00%)*</th>
<th>Strike Level (100.00%)*</th>
<th>Conversion Ratio*</th>
</tr>
</thead>
<tbody>
<tr>
<td>BAYER AG-REG</td>
<td>Xetra</td>
<td>BAYN GY</td>
<td>EUR TBA</td>
<td>EUR TBA</td>
<td>EUR TBA</td>
<td>TBA*</td>
</tr>
<tr>
<td>ESSI LUXOTICA</td>
<td>Euronext Paris</td>
<td>EL FP</td>
<td>EUR TBA</td>
<td>EUR TBA</td>
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<td>SANOFI</td>
<td>Euronext Paris</td>
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<td>EUR TBA</td>
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</table>

PRODUCT DETAILS

Swiss Security Number | 53986337
ISIN | CH0539863370
SIX Symbol | MURLTQ
Issue Price | 100.00%
Issue Size | EUR 10’000’000 (can be increased at any time)
Denomination | EUR 1’000
Settlement Currency | EUR
Coupon Rate | 9.40% p.a.
The Coupon Rate is split in two components for Swiss taxation purposes:
Interest Component | 0.00% p.a. *
Option Premium Component | 9.40% p.a. *
Coupon Amount(s) and Coupon Payment Date(s)
In case no Early Redemption has occurred, the following applies. The Coupon Amount(s) per Product will be paid in the Settlement Currency on the respective Coupon Payment Date(s). Following Business Day Convention applies.
EUR 23.50 paid on 24/08/2020
EUR 23.50 paid on 23/11/2020
EUR 23.50 paid on 23/02/2021

* will be determined on the Initial Fixing Date (levels are expressed in percentage of the Initial Fixing Level)

Subscription Date | 07/05/2020
First Exchange Trading Date | 15/05/2020
Barrier Observation Date | 25/05/2020
Barrier Level Bayer (49.00%*) | 0.00%
Barrier Level Essilor (49.00%*) | 0.00%
Barrier Level Sanofi (49.00%*) | 0.00%
Observation Date | 17/05/2021

First Exchange Trading Date | 25/05/2020
Barrier Observation Date | 16/02/2022
Final Fixing Date | 25/05/2022
Redemption Date | 25/05/2022

Observation Date | 16/08/2021
DATES

<table>
<thead>
<tr>
<th>Subscription Start Date</th>
<th>07/05/2020</th>
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<tbody>
<tr>
<td>Subscription End Date</td>
<td>15/05/2020 (14:00 CEST) (please note that the Subscription Period might be closed earlier)</td>
</tr>
<tr>
<td>Initial Fixing Date</td>
<td>15/05/2020 (or the day when the Subscription Period ends)</td>
</tr>
<tr>
<td>Issue Date</td>
<td>25/05/2020</td>
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<tr>
<td>First Exchange Trading Date</td>
<td>25/05/2020 (anticipated)</td>
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<tr>
<td>Last Trading Day/Time</td>
<td>16/05/2022 / Exchange market close</td>
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<tr>
<td>Final Fixing Date</td>
<td>16/05/2022 (subject to Market Disruption Event provisions)</td>
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<tr>
<td>Redemption Date</td>
<td>25/05/2022 (subject to Settlement Disruption Event provisions)</td>
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<td>Early Redemption Observation and Early Redemption Dates</td>
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<table>
<thead>
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<th>Early Redemption Observation Date</th>
<th>Early Redemption Date</th>
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<tr>
<td>1 17/05/2021</td>
<td>24/05/2021</td>
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<tr>
<td>2 16/08/2021</td>
<td>23/08/2021</td>
</tr>
<tr>
<td>3 16/11/2021</td>
<td>23/11/2021</td>
</tr>
<tr>
<td>4 16/02/2022</td>
<td>23/02/2022</td>
</tr>
</tbody>
</table>

If any of the above-mentioned Early Redemption Observation Dates is not an Exchange Business Day for an Underlying, the next following Exchange Business Day for that Underlying shall be the respective Early Redemption Observation Date. General Terms and Conditions apply also to the Early Redemption Observation Dates as if they were Final Fixing Dates. If any of the above-mentioned Early Redemption Dates is not a Business Day, then the next following Business Day will apply.

REDEMPTION

In case no Early Redemption has occurred, the following applies. The Coupon Amount(s) per Product will be paid in any case at the respective Coupon Payment Date(s). In addition the Investor is entitled to receive from the Issuer on the Redemption Date per Product:

Scenario 1
- If a Barrier Event has NOT occurred, the Investor will receive a Cash Settlement in the Settlement Currency equal to: Denomination

Scenario 2
- If a Barrier Event HAS occurred and
  a. If the Final Fixing Level of the Underlying with the Worst Performance is at or below the respective Strike Level, the Investor will receive a round number (i.e. Conversion Ratio) of the Underlying with the Worst Performance per Product. Any potential fractional Conversion Ratio entitlements (Fraction of Underlyings) will be paid in cash, based on the Final Fixing Level. Fractions of Underlyings will not be cumulated.
  b. If the Final Fixing Level of the Underlying with the Worst Performance is above the respective Strike Level, the Investor will receive a Cash Settlement in the Settlement Currency equal to: Denomination

Initial Fixing Level
- Official close of the respective Underlying on the Initial Fixing Date on the Related Exchange, as determined by the Calculation Agent.

Final Fixing Level
- Official close of the respective Underlying on the Final Fixing Date on the Related Exchange, as determined by the Calculation Agent.

Worst Performance
- For each Underlying the performance is calculated by dividing its Final Fixing Level by the respective Initial Fixing Level. The Worst Performance corresponds to the lowest of all so calculated values, as determined by the Calculation Agent.

Barrier Event
- A Barrier Event shall be deemed to occur if at any time on any Exchange Business Day during the Barrier Observation Period the level of at least one of the Underlyings’ prices has been traded at or below the respective Barrier Level, as reasonably determined by the Calculation Agent.

Early Redemption
- On each Early Redemption Observation Date, the Issuer has the right, but not the obligation to call all Products for Early Redemption on the respective Early Redemption Date. On the respective Early Redemption Date the Investor will receive a Cash Settlement in the Settlement Currency equal to the Denomination, plus the Coupon Amount for the respective Coupon Payment Date. No further payments will be made thereafter.

Barrier Observation Period
- 15/05/2020 - 16/05/2022

GENERAL INFORMATION

Issuer
- Leonteq Securities AG, Guernsey Branch, St Peter Port, Guernsey (Rating: Fitch BBB- with stable outlook, JCR BBB+ with stable outlook, Supervisory Authority: FINMA / GFSC)

Lead Manager
- Leonteq Securities AG, Zurich, Switzerland

Calculation Agent
- Leonteq Securities AG, Zurich, Switzerland

Paying Agent
- Leonteq Securities AG, Zurich, Switzerland

Distribution Fees
- Up to 0.50% p.a. (incl. VAT, if any. Reference is made to section “Remunerations to Third Parties” herein and to the General Terms and Conditions of the Programme.)
The definition “Issuing Party/Parties” as used herein, means the Issuer, as indicated in section “General Information”.

**TAXATION SWITZERLAND**

**Swiss Federal Stamp Duty**
For Swiss stamp duty purpose, the Product is treated as analogous to a bond. Therefore, secondary market transactions are, in principle, subject to Swiss stamp duty (TK22). The possible Delivery of the Underlying may be subject to Swiss stamp duty.

**Swiss Federal Income Tax (for private investors with tax domicile in Switzerland)**
For private investors with tax domicile in Switzerland holding the Product as part of their private property, the Interest Component of the coupon on the respective payment date(s) is subject to the Federal Direct Tax. The Option Premium Component is considered as a capital gain and is therefore tax exempt for such Investors. The tax treatment regarding the cantonal and communal income taxes can differ from the tax treatment regarding the Federal Direct Tax. But in general the income tax treatments are corresponding.

**Swiss Withholding Tax**
The Product is not subject to the Swiss withholding tax.

On 1 January 2017, Switzerland has implemented the Automatic Exchange of Information in Tax Matters ("AEOI") with the EU and Australia, Jersey, Guernsey, Isle of Man, Iceland, Norway, Japan, Canada and South Korea. Switzerland is also negotiating the introduction of the AEOI with other countries. In this context, the EU Savings Tax for Swiss paying agents and the Final Withholding Tax with UK and Austria was repealed.

The tax information is a non-binding summary and only provides a general overview of the potential Swiss tax consequences linked to this Product at the time of issue. Tax laws and tax interpretation may change at any time, possibly with retroactive effect.

Investors and prospective Investors are advised to consult with their tax advisers with respect to the Swiss tax consequences of the purchase, ownership, disposition, lapse or exercise or redemption of a Product in light of their particular circumstances. The Issuing Parties and the Lead Manager hereby expressly exclude any liability in respect of any possible tax implications.

**Information with regards to bond floor taxation**
Updated bondfloor information, if a bondfloor is applicable to the Product (according to “Product Details” and “Taxation Switzerland” herein), can be found on the following web page of the Swiss Federal Tax Administration (FTA): www.ictax.admin.ch. The Investor must be aware that for tax purposes the value of the bond floor is converted into Swiss Francs (CHF) at inception/purchase as well as at sale/redemption of the Product, in case the Product is denominated in another currency than CHF. Thus, the Investor is exposed to the foreign exchange risk with regard to the taxable income calculation and thus also the withholding tax calculation, if applicable. However, withholding tax on the bondfloor only applies if the Bondfloor at redemption (in %) is greater than the bondfloor at issuance (in %).

**PRODUCT DOCUMENTATION**

The Termsheet which will be available no later than on the Issue Date, as well as the Final Termsheet include the information required for a definitive simplified prospectus pursuant to article 5 of the Collective Investment Schemes Act (‘CISA’), as such article was in effect immediately prior to the entry into effect of the Swiss Financial Services Act (‘FinSA’), but not a prospectus pursuant to article 40 of the FinSA or article 1156 of the Swiss Code of Obligations. No basic information document according to article 60 of the FinSA or any equivalent document under the FinSA has been or will be prepared in relation to the Products. No prospectus has been reviewed or approved by a Swiss review body pursuant to article 52 FinSA, and the documentation prepared in relation to the Products may not comply with the disclosure requirements applicable to a prospectus approved by such a review body under the FinSA. The Termsheet contains a summary of information of the Product and is for information purposes only. Only the Final Termsheet together with the Issuance and Offering Programmes of the relevant Issuer valid as per the Initial Fixing Date containing all further relevant terms and conditions, as such is amended from time to time (the “Programme”), shall form the entire and legally binding documentation for this Product (“Product Documentation”), and accordingly the Final Termsheet should always be read together with the
Programme. Definitions used in the Final Termsheet, but not defined therein, shall have the meaning given to them in the Programme. Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding.

Notices to Investors in connection with this Product shall be validly given in accordance with the terms and conditions of the Programme. In addition, any changes with regard to the terms and conditions of this Product will be published on the relevant Termsheet on www.leonteq.com under the section “Products” or, for listed products, in any other form as permitted by the rules and regulations of the SIX Exchange Regulation AG. Notices to Investors relating to the Issuing Parties will be published under the section “About Leonteq” on www.leonteq.com and/or on the web page of the respective Issuing Party.

Insofar as this publication contains information relating to a Packaged Retail and Insurance-based Investment Product (PRIIP), a Key Information Document in accordance with Regulation (EU) No 1286/2014 (PRIIPs Regulation) is available and can be obtained from www.priipkidportal.com.

During the whole term of this Product, the Product Documentation can be ordered free of charge from the Lead Manager at Europaallee 39, 8004 Zurich (Switzerland), via telephone (+41 58 800 1111*), fax (+41-(0)58-800 1010) or via e-mail (termsheet@leonteq.com). Please note that all calls made to numbers marked with an asterisk (*1) are recorded. By calling such number, your consent to the recording is deemed given.

II. PROSPECTS FOR PROFIT AND LOSS

This Product falls within the category “Yield Enhancement” which means that there is an upper limit to the profit an Investor can realize with this Product. At redemption the Investor could receive a maximum amount corresponding to the invested capital (excluding any transaction or other costs) plus any additional (guaranteed and/or conditional) payments such as coupon or participation payments, bonuses or others.

On the downside, especially if the Product has forfeited any contingent capital protection (like e.g. a barrier, strike), the Investor is exposed to the negative development of the Underlying(s). This might (even if a stop loss event has occurred) lead to a partial or even a total loss of the investment.

Please refer to the sections “Product Description” and “Redemption” for more detailed information on the characteristics of this Product.

III. SIGNIFICANT RISKS

RISK FACTORS RELATING TO THE PRODUCT

The risk of loss related to this Product is similar to an investment in the worst performing Underlying. Therefore, the Investor could lose the total capital invested if the Barrier Event has occurred and if the value of the Underlying with the Worst Performance falls to zero. In case of Delivery of Underlying the Investor’s custody bank may charge a transaction fee.

ADDITIONAL RISK FACTORS

Prospective Investors should ensure that they fully understand the nature of this Product and the extent of their exposure to risks and they should consider the suitability of this Product as an investment in the light of their own circumstances and financial condition. Products involve a high degree of risk, including the potential risk of expiring worthless. Potential Investors should be prepared in certain circumstances to sustain a total loss of the capital invested to purchase this Product. Prospective Investors shall consider the following important risk factors and see the section “Risk Factors” of the Programme for details on all other risk factors to be considered.

This is a structured product involving derivative components. Investors should make sure that their advisors have verified that this Product is suitable for the portfolio of the investor taking into account the investor’s financial situation, investment experience and investment objectives.

The terms and conditions of the Product may be subject to adjustments during the lifetime of the Product as set out in the Programme.

Investors whose usual currency is not the currency in which the Product is redeemed should be aware of their possible currency risk.

The value of the Product may not correlate with the value of the Underlying(s).

Market Risks

The general market performance of securities is dependent, in particular, on the development of the capital markets which, for their part, are influenced by the general global economic situation as well as by the economic and political framework conditions in the respective countries (so-called market risk). Changes to market prices such as interest rates, commodity prices or corresponding volatilities may have a negative effect on the valuation of the Underlying(s) or the Product. There is also the risk of market disruptions (such as trading or stock market interruptions or discontinuation of trading) or other unforeseeable occurrences concerning the respective Underlyings and/or their stock exchanges or markets taking place during the term or upon maturity of the Products. Such occurrences can have an effect on the time of redemption and/or on the value of the Products.

No dividend payment

This Product does not confer any claim to receive rights and/or payments of the underlying, such as dividend payments, unless explicitly stated herein, and therefore, without prejudice to any coupon or dividend payments provided for in this Termsheet, does not yield any current income. This means that potential losses in value of the Product cannot be compensated by other income.

Credit Risk of Issuing Parties

Investors bear the credit risk of the Issuing Parties of the Product. The Products constitute unsubordinated and unsecured obligations of the relevant Issuing Party and rank pari passu with each and all other current and future unsubordinated and unsecured obligations of the relevant Issuing Party. The insolvency of an Issuing Party may lead to a partial or total loss of the invested capital.

Secondary Market

The Issuer and/or the Lead Manager or any third party appointed by the Issuer, as applicable, intends, under normal market conditions, to provide bid and offer prices for the Products on a regular basis (if specified in the section “General Information”). However, the Issuer and/or the Lead Manager, as applicable, make no firm commitment to provide liquidity by means of bid and offer prices for the Products, and assume no legal obligation to quote any such prices or with respect to the level or determination of such prices. In special market situations, where the Issuer and/or the Lead Manager is/are unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the spread between the bid and offer prices may be temporarily expanded, in order to limit the economic risks of the Issuer and/or the Lead Manager.
Illiquidity Risk
One or, if applicable, more of the Underlyings might be or become illiquid over the life time of the Product. Illiquidity of an Underlying might lead to larger bid/offer spreads of the Product and/or to an extended time period for buying and/or selling the Underlying respective to acquire, unwind or dispose of the hedging transaction(s) or asset(s) or to realise, recover or remit the proceeds of such hedging transaction(s) or asset(s) which might implicate a postponed redemption or delivery and/or a modified redemption amount, as reasonably determined by the Calculation Agent.

ADDITIONAL INFORMATION / DISCLAIMER

Prudential Supervision
Leonteq Securities AG is authorised as securities firm and subject to prudential supervision by FINMA. Leonteq Securities AG, Guernsey Branch is regulated by the Guernsey Financial Services Commission ("GFSC").

Conflict of Interests
The Issuing Parties and/or the Lead Manager and/or any third party appointed by them, as the case may be, may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market as well as be active on both sides of the market at the same time in any securities, currencies, financial instruments or other assets underlying the products to which this document relates. The Issuer’s and Lead Manager’s and/or the appointed third party’s trading and/or hedging activities related to this transaction may have an impact on the price of the Underlying and may affect the likelihood that any relevant Barrier Level, if any, is reached.

Remunerations to Third Parties
Depending on the circumstances the Issuer and/or Lead Manager may sell this Product to financial institutions or intermediaries at a discount to the Issue Price or reimburse a certain amount to such financial institutions or intermediaries (reference is made to section “General Information” herein).

In addition, for certain services rendered by distribution partners and to increase quality and services relating to the Products, the Issuer and/or Lead Manager may from time to time pay trailer fees to such third parties.

Further information is available on request.

Payment of a Coupon
If the Product stipulates the Payment of a Coupon, the Investor is only entitled to receive the respective coupon payment, if he has purchased/not sold the Product at the latest on the Business Day preceding the respective Coupon Ex-Date for the then prevailing price.

No Offer
The Termsheet is primarily provided for information purposes and does not constitute a recommendation, an offer or a solicitation of an offer to buy financial products.

No Representation
The Issuer, the Lead Manager and any third party appointed by them make no representation or warranty relating to any information herein which is derived from independent sources.

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